



**NORFOLK
SOUTHERN**

2-037A001

10642-F
RECORDED 10 FEB 1992

FEB 6 1992 - 10 05 AM

INTERSTATE COMMERCE COMMISSION

Norfolk Southern Corporation
Law Department
Three Commercial Place
Norfolk, Virginia 23510-2191

J. Gary Lane
Senior General Attorney

Writer's Direct Dial Number

(804) 629-2818

February 3, 1992

Mr. Sidney Strickland
Secretary
Interstate Commerce Commission
12th and Constitution Avenue, N.W.
Washington, D. C. 20423

Dear Mr. Strickland:

In accordance with 49 U.S.C. § 11303 and the Commission's Rules, I submit herewith for recording with the Commission four (4) counterparts, properly executed and acknowledged, of the document described below.

This document is a Statement of New Numbers, a secondary document, dated as of January 31, 1992. The primary document to which this is connected is recorded under Recordation No. 10642.

The names and addresses of the parties to the document to which this secondary document is connected are as follows:

VENDOR/ASSIGNEE: United States Trust Company of New York
114 W. 47th Street
New York, New York 10036

VENDEE: Norfolk Southern Railway Company
(formerly Southern Railway Company)
Three Commercial Place
Norfolk, Virginia 23510

The equipment covered by the document is generally described as follows:


<u>Number of Units</u>	<u>General Description</u>	<u>AAR Symbol</u>	<u>Railroad's Road Numbers (old numbers)</u>
11	100-ton Covered Hopper Cars	LO	SOU 85338, 85290 85136, 85355 85439, 85373 85288, 85475 85451, 85364 85028

A fee of \$16.00 is enclosed. Please return three of the original counterparts of the document, stamped with the Commission's recordation data, to J. Gary Lane, Norfolk Southern Corporation, Three Commercial Place, Norfolk, Virginia 23510.

A short summary of the document to appear in the index follows:

Statement of New Numbers dated as of January 31, 1992, with respect to Conditional Sale Agreement with Recordation No. 10642, dated June 15, 1979, covering eleven covered hopper cars, formerly numbered SOU 85338, 85290, 85136, 85355, 85439, 85373, 85288, 85475, 85451, 85364 and 85028, changed to NS 245029, 245030, 245031, 245032, 245033, 245034, 245035, 245036, 245037, 245038 and 245039, respectively.

Very truly yours,



J. Gary Lane

jgl
encl.

10642-F
FEB 6 1992 - 10⁰⁵ AM

CSA 6/15/79

INTERSTATE COMMERCE COMMISSION

STATEMENT OF NEW NUMBERS

STATEMENT OF NEW NUMBERS ASSIGNED TO ELEVEN (11) 100-TON COVERED HOPPER CARS BEARING THE SOUTHERN RAILWAY COMPANY ROAD NUMBERS SOU 85338, 85290, 85136, 85355, 85439, 85373, 85288, 85475, 85451, 85364 and 85028 SUBJECT TO A CONDITIONAL SALE AGREEMENT DATED AS OF JUNE 15, 1979, AMONG NORFOLK SOUTHERN RAILWAY COMPANY (FORMERLY NAMED SOUTHERN RAILWAY COMPANY) AND PULLMAN INCORPORATED (PULLMAN STANDARD DIVISION) AND ORTNER FREIGHT CAR COMPANY, AND AN AGREEMENT AND ASSIGNMENT DATED AS OF JUNE 15, 1979, AMONG PULLMAN INCORPORATED (PULLMAN STANDARD DIVISION), ORTNER FREIGHT CAR COMPANY, AND UNITED STATES TRUST COMPANY OF NEW YORK, AS AGENT

Old Road Number
Assigned

New Road Number
Assigned

SOU 85338
SOU 85290
SOU 85136
SOU 85355
SOU 85439
SOU 85373
SOU 85288
SOU 85475
SOU 85451
SOU 85364
SOU 85028

NS 245029
NS 245030
NS 245031
NS 245032
NS 245033
NS 245034
NS 245035
NS 245036
NS 245037
NS 245038
NS 245039

IN WITNESS WHEREOF, Norfolk Southern Railway Company has caused this instrument to be executed in its corporate name by its duly authorized officer, and its corporate seal to be hereunto affixed, duly attested, as of the 31st day of January, 1992.

NORFOLK SOUTHERN RAILWAY COMPANY

By: Cecil J. [Signature]

Vice President

ATTEST:

Dezora M. Martin
Assistant Corporate Secretary

COMMONWEALTH OF VIRGINIA)

CITY OF NORFOLK)

SS:

On this *31st* day of *January*, 1992, before me personally appeared *C. M. Arvin*, to me personally known, who being by me duly sworn, says that he is a Vice President of Norfolk Southern Railway Company, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument by him on this date was the free act and deed of said corporation.

Jeanie B. Davis

Notary Public

My Commission expires: **MAY 29, 1995**